

N00000001114



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 594134 113642A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 18 PM 3:24

ORDER DATE : February 18, 2000

ORDER TIME : 11:40 AM

ORDER NO. : 594134-005

CUSTOMER NO: 113642A

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CUSTOMER: Bruce R. Abernethy, Jr., Esq
BRUCE R. ABERNETHY, JR., P.A.
BRUCE R. ABERNETHY, JR., P.A.
Suite 6
900 Virginia Avenue
Ft. Pierce, FL 34982

DOMESTIC FILING

NAME: MISSION RENAISSANCE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 FEB 18 PM 2:28

RECEIVED

Janine Lazzarini

ARTICLES OF INCORPORATION OF
MISSION RENAISSANCE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLE I - ORGANIZATION

This corporation is organized as a nonprofit corporation under the Florida Not For Profit Corporation Act (Florida Statutes Chapter 617) and as a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE II - NAME

The name of the corporation is MISSION RENAISSANCE, INC.

ARTICLE III - DURATION

The corporation shall have perpetual duration.

ARTICLE IV - MEMBERSHIP

The members of the corporation shall consist of the initial directors named under Article IX, as well as the members accepted in accordance with the Bylaws of the corporation.

ARTICLE V - PURPOSES

The purposes for which the corporation is organized are as follows:

- (a) To provide a setting, facilities, and services where indigents can temporarily be housed until they are better prepared to enter the mainstream of society and to establish places where such individuals may receive assistance in finding a job and the friendship of people who understand and accept them;
- (b) To receive, maintain, and accept as assets of the corporation, any property, whether real, personal, or mixed, by way of gift, bequest, devise, or purchase from any person, firm, trust, or corporation, to be held, administered, and disposed of exclusively for charitable, religious, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended, and in accordance with and pursuant to the provisions of these articles of incorporation; but no gift, bequest, devise, or purchase of any such property shall be received or made and accepted if it is conditioned or limited in such manner as shall require the disposition of income

or principal to any organization other than a "charitable organization" or for any purposes other than "charitable purposes" which would jeopardize the status of the corporation as an entity exempt from federal income tax pursuant to the relevant provisions of the Internal Revenue Code, as amended; and

- (c) To exclusively promote and carry on any other religious, charitable, or educational purposes and activities for which corporations may be organized and operated under the relevant provisions of the Internal Revenue Code, as amended, and under the Florida Not For Profit Corporation Act (Florida Statutes, Chapter 617).

ARTICLE VI - GENERAL POWERS

Except as hereinafter provided, the corporation shall have all powers necessary or convenient to carry out its purposes, including the powers now or hereafter enumerated in the Florida Not For Profit Corporation Act (Florida Statutes, Chapter 617).

ARTICLE VII - LIMITATIONS ON POWERS

The powers and activities of the corporation shall be limited as follows:

- (a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to any of its members, trustees, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these articles of incorporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in any political campaign on behalf of or in opposition to any candidate for public office.
- (b) Anything contained in these articles of incorporation to the contrary notwithstanding, the corporation shall not carry on or otherwise engage in any activities not permitted to be carried on or engaged in by: (i) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, as amended, or any corresponding section of any future tax code; (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, as amended, or any corresponding section of any future tax code; or (iii) a corporation organized and existing

under the Florida Not For Profit Corporation Act (Florida Statutes, Chapter 617).

ARTICLE VIII - DISSOLUTION/LIQUIDATION

In the event of the dissolution and liquidation of this corporation, to the extent allowed or permitted under applicable laws, the property and assets of the corporation shall be, as determined by the Board of Directors, distributed to or sold and the proceeds of such sales distributed to any organization(s) organized and operating for the same purposes for which the corporation is organized and operating or any organization(s), foundation(s), fund(s), or corporation(s) organized and operating exclusively for religious, charitable, scientific, educational, or other purposes permitted by Section 501(c)(3) of the Internal Revenue Code, as amended, all of which such organizations, foundations, funds, or corporations shall be exempt under Section 501(c)(3) of the Internal Revenue Code, as amended. In the event that any assets are not disposed of in accordance with the provisions of these articles of incorporation or that the corporation shall fail to act within a reasonable time in the manner provided in these articles of incorporation, a proper Court of St. Lucie County shall, upon application of one or more persons having a real interest in the corporation or its assets, make such distribution(s) as provided in these articles of incorporation.

ARTICLE IX - DIRECTORS

The number of directors of the corporation and the method of their election shall be as provided in the bylaws. The number of directors constituting the initial Board of Directors shall be three (3) and the names and addresses of the persons who shall serve as directors until their successors shall be elected and qualified are as follows:

Mark Tierney	2818 Esplanade Avenue Fort Pierce, FL 34982
Carol Atkins Collins	307 N. 20 th Street Fort Pierce, FL 34950
Tina Gallagher	2091 S.W. Castinet Lane Port St. Lucie, FL 34953

ARTICLE X - REGISTERED OFFICE AND ADDRESS

The street address of the corporation's initial registered office is 715 Orange Avenue, Fort Pierce, FL 34859, and the name of its initial registered agent at that office is Mark Tierney. The mailing address of the corporation is: 715 Orange Avenue, Fort Pierce, FL 34950.

ARTICLE XI - INCORPORATOR

The name and address of the incorporator is: Mark Tierney, 2818 Esplanade Ave., Fort Pierce, FL 34982.

ARTICLE XII - IMMUNITY FROM CIVIL LIABILITY

Directors and officers of the corporation shall not personally be liable to the corporation for monetary damages for breach of any duties to the corporation, except to the extent that such liability arises: (a) for any breach of the director's or officer's duty of loyalty to the corporation; (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (c) for any transaction from which a director or officer derived an improper personal economic benefit; or (d) under section 617.0834 of the Florida Not For Profit Corporation Act (Florida Statutes, Chapter 617).


ARTICLE XIII - INDEMNIFICATION

The corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee or agent to the full extent permitted by law.

ARTICLE IX - AMENDMENT OF ARTICLES

The Articles of Incorporation may be amended by two-thirds (2/3rds) of the members in good standing, in attendance at any regular meeting of the corporation, or at any special meeting called for that purpose, where a quorum is present; provided that such proposed amendments shall be plainly stated in the call for the meeting at which they are to be considered.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17th day of February, 2000.

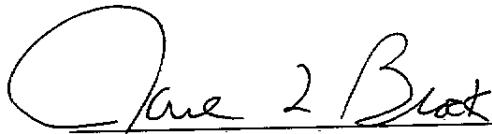


MARK TIERNEY

STATE OF FLORIDA
COUNTY OF ST. LUCIE

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared MARK TIERNEY, known to me or who has produced a valid Drivers License as identification and who did not take an oath, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 17th day of February, 2000.



NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE.

JANE L. BROCK
Printed Name of Notary

NOTARY STAMP:



Jane L Brock
MY COMMISSION # CC799916 EXPIRES
February 12, 2003
BONDED THRU TROY FAIN INSURANCE, INC.


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In accordance with the provisions of Chapter 48.091, Florida Statutes, MISSION RENAISSANCE, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Fort Pierce, County of St. Lucie, State of Florida, has named MARK TIERNEY, whose address is 715 Orange Avenue, Fort Pierce, FL 34950 as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as the registered agent for the above stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of the laws of the State of Florida relative to keeping said office open.

DATED: 2-12-00



MARK TIERNEY

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